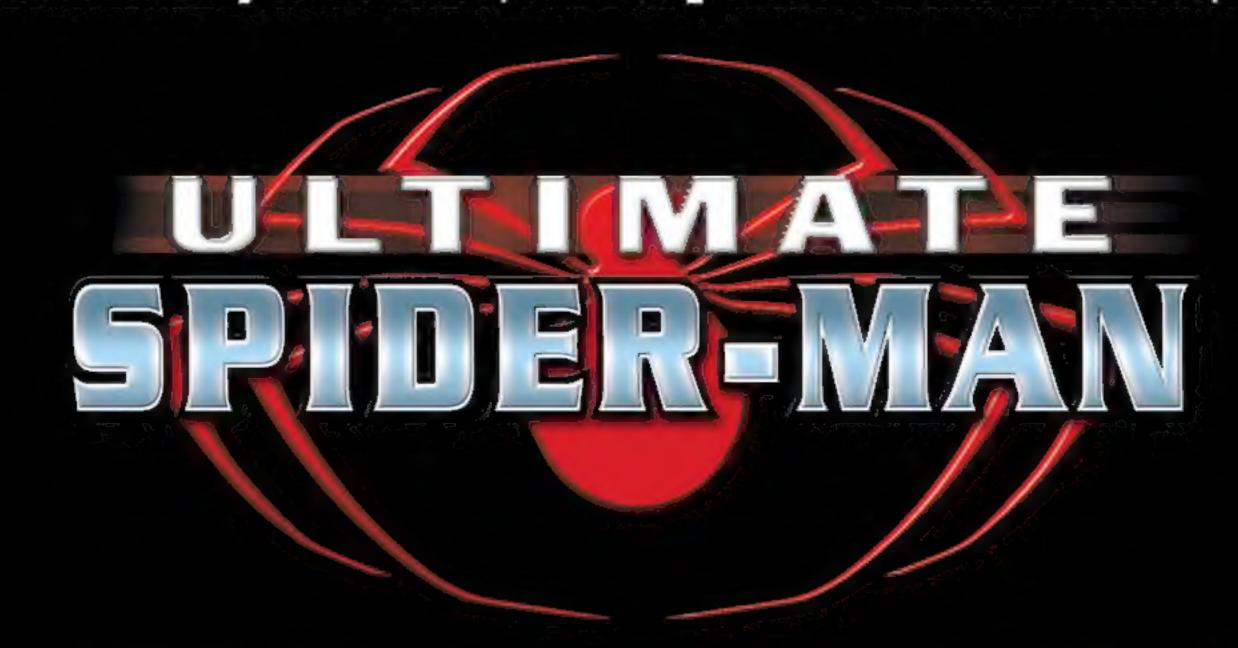
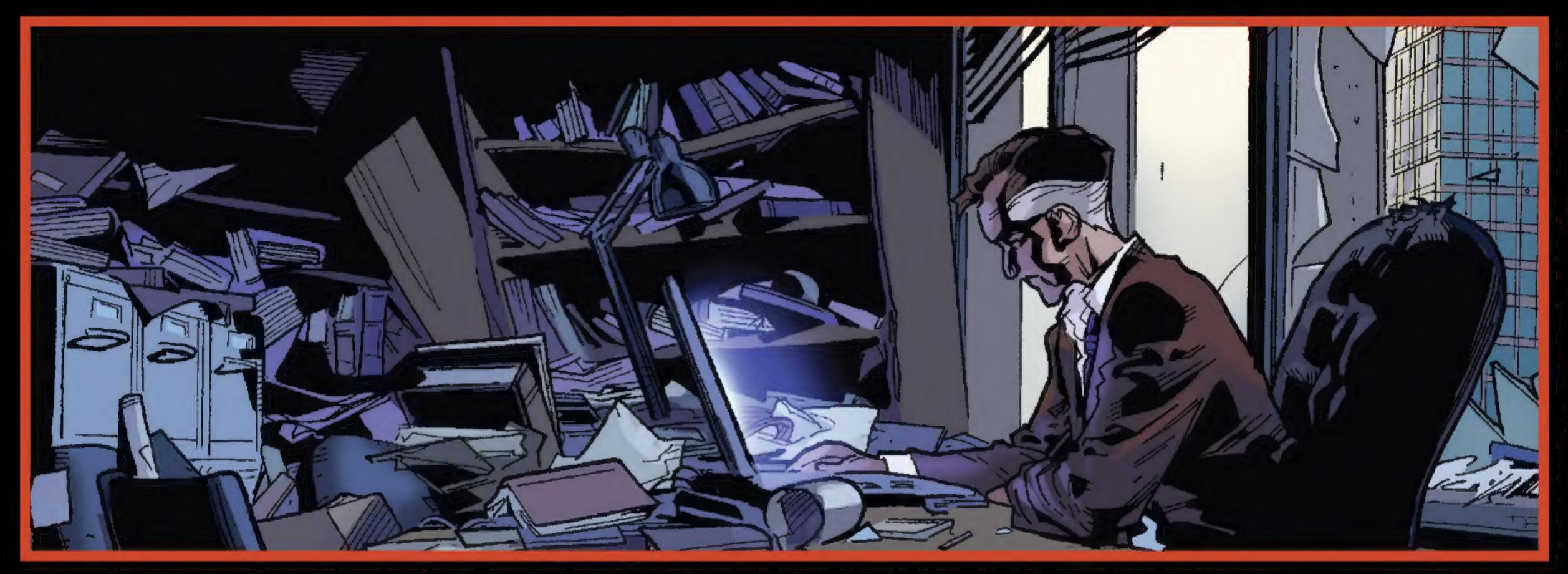


The bite of a genetically altered spider granted high-school student Peter Parker incredible arachnid-like powers! When a burglar killed his beloved Uncle Ben, a grief-stricken Peter vowed to use his amazing abilities to protect his fellow man. He learned the invaluable lesson that with great power there must also come great responsibility!

Now the fledgling super hero tries to balance a full high school curriculum, a night job as a web designer for the Daily Bugle tabloid, a relationship with the beautiful Mary Jane Watson, and swing time as the misunderstood, web-slinging Spider-Man!





PREVIOUSLY IN ULTIMATE SPIDER-MAN...

The Ultimatum wave has destroyed New York City. With no warning a massive tidal wave crashed down on the island of Manhattan, killing millions of people in the blink of an eye.

When the tidal wave subsided, Spider-Man helped search for survivors in the watery hell that was Midtown. He then found himself face-to-face with the Incredible Hulk.

Spider-Man seemed not to survive the encounter.

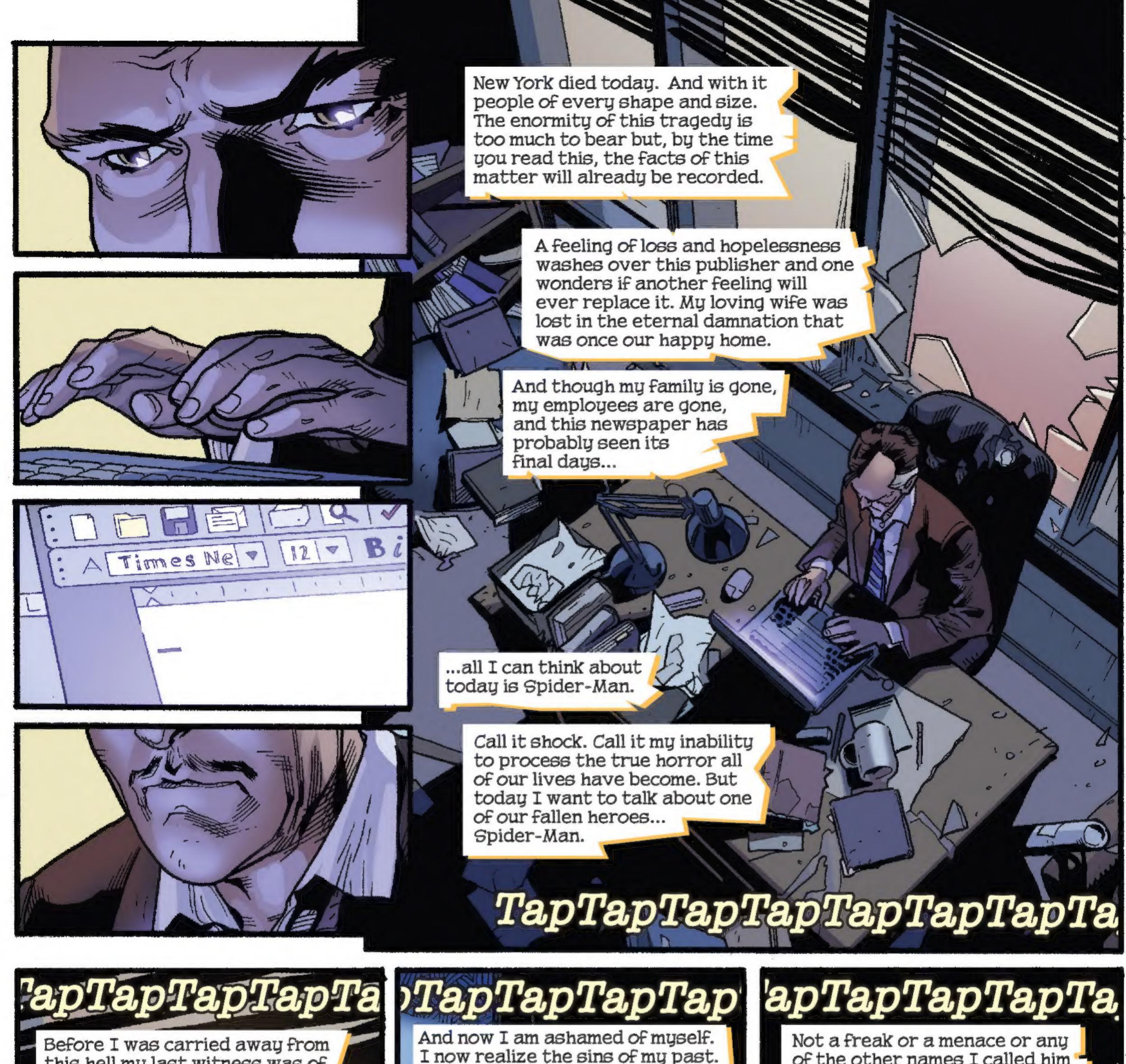
Kitty Pryde and Spider-Woman searched for Peter but only found his torn mask. MJ, Gwen Stacy and Aunt May all survived the attack but are horrified when Kitty brings them the terrible news.

J. Jonah Jameson, publisher of the Daily Bugle, was witness to Spider-Man's last day of heroics. After months of bashing Spider-Man because it sold newspapers, the event profoundly changed him.

| Brian Michael Bendis WRITER | | Mark Bagley FENCILERS | Scott | Grawbadger INKERS |
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| Pantazis COL | Justin Ponsor ORISTS | VC's Cory Petit LETTERER | Stuart Immonen COVER ART | Paul Acerios PRODUCTION |
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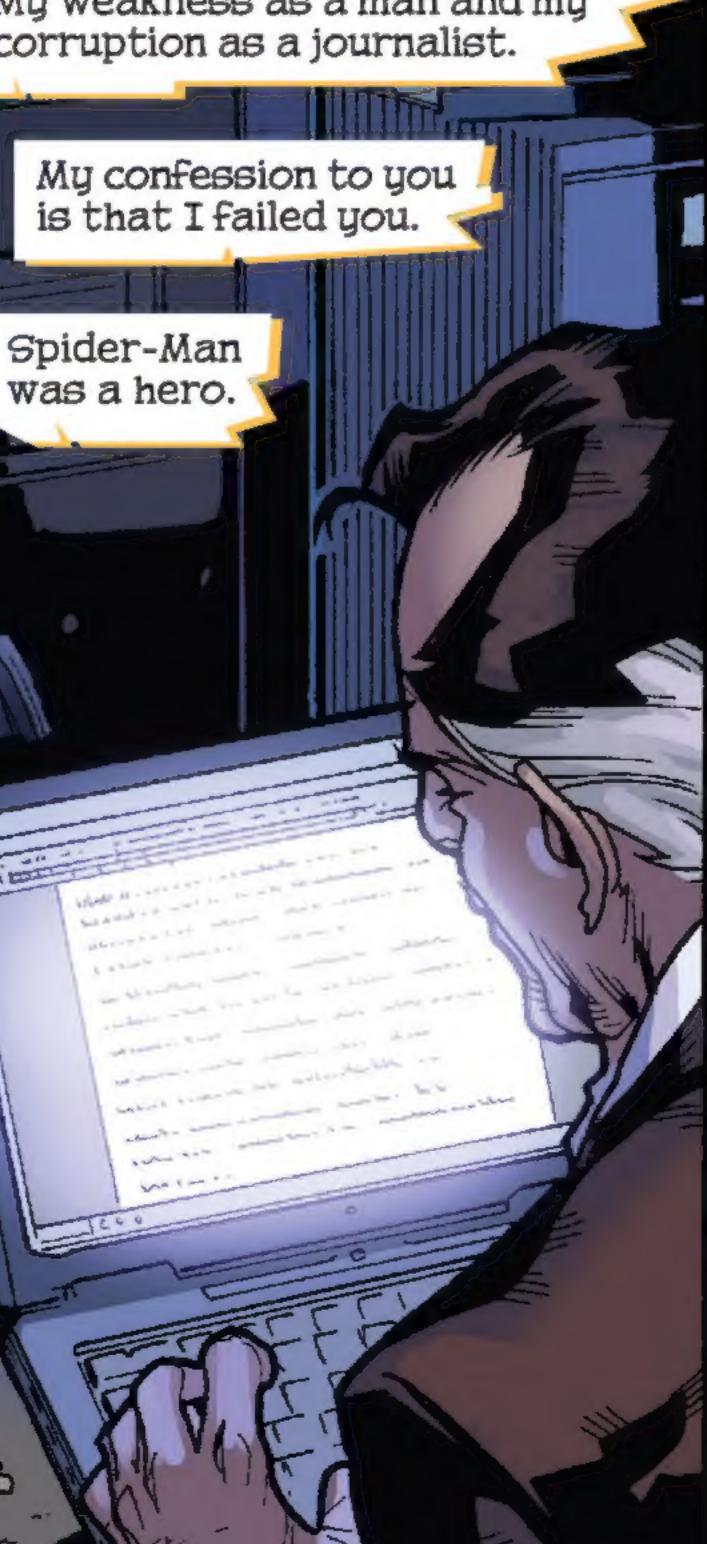


this hell my last witness was of Spider-Man. I was witness to, maybe, his last acts of true heroism and selflessness. I saw with my own eyes...this young man dive into the hellish waters that killed us and try with everything he had to save



I now realize the sins of my past. My weakness as a man and my corruption as a journalist.

was a hero.

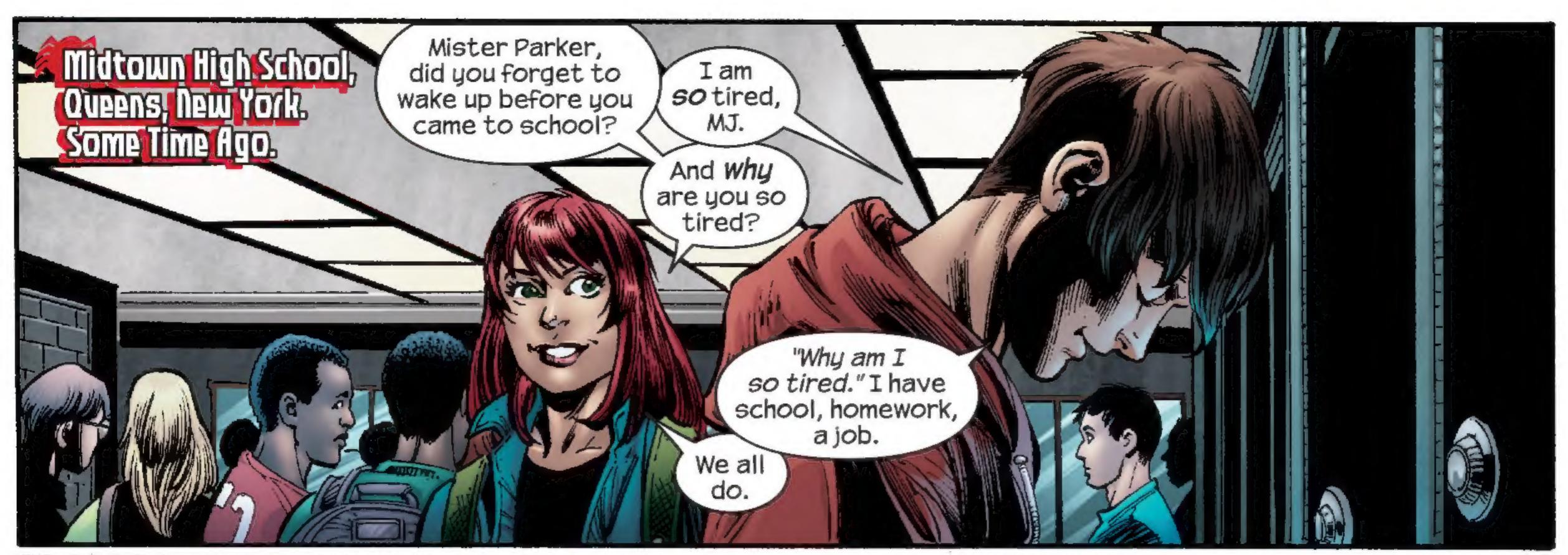


of the other names I called him in the pages of my newspaper for laughs and profit.

A hero.

I confess to you that on numerous occasions I either tweaked a story to put blame on him or didn't run the story at all.



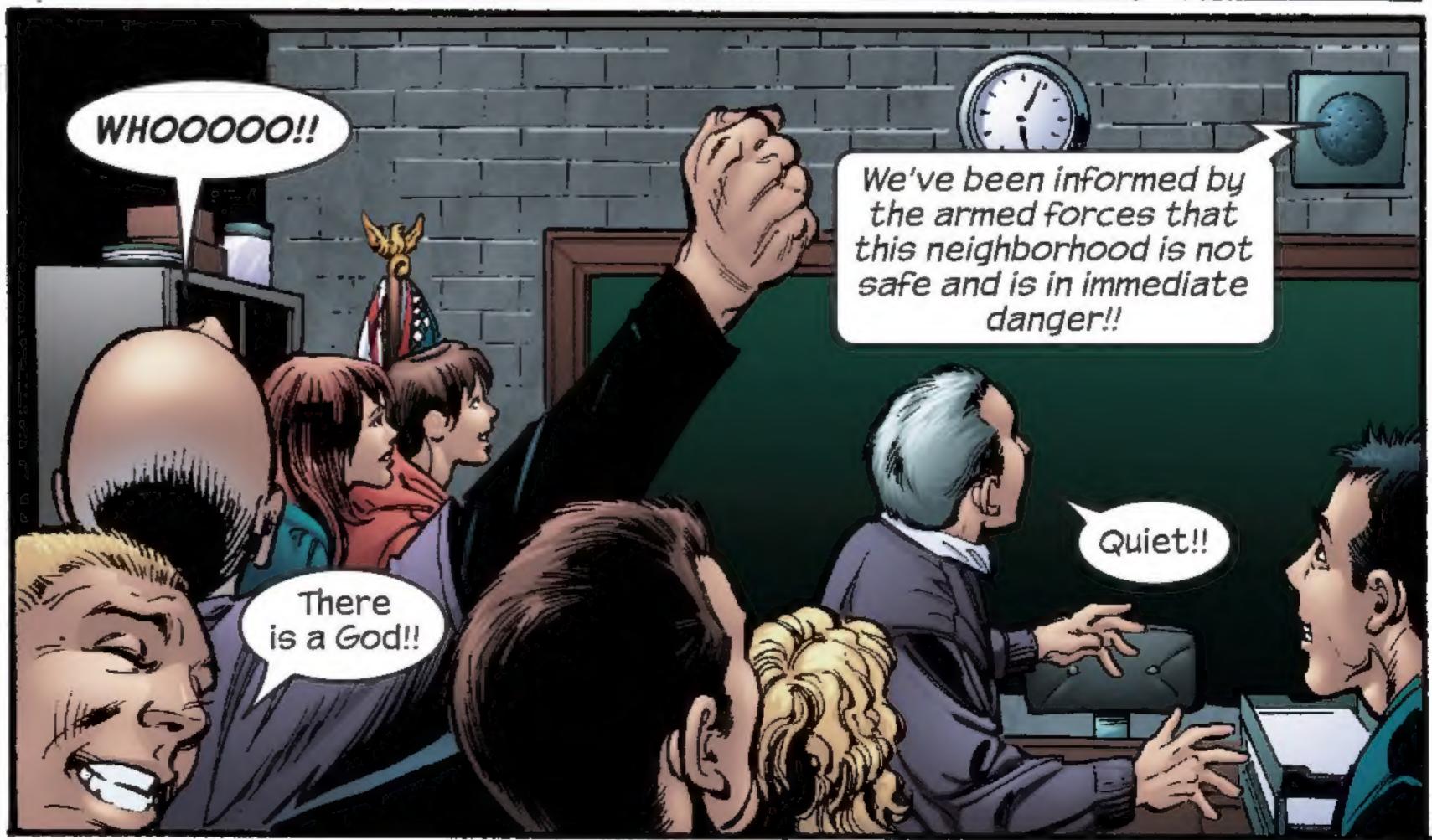










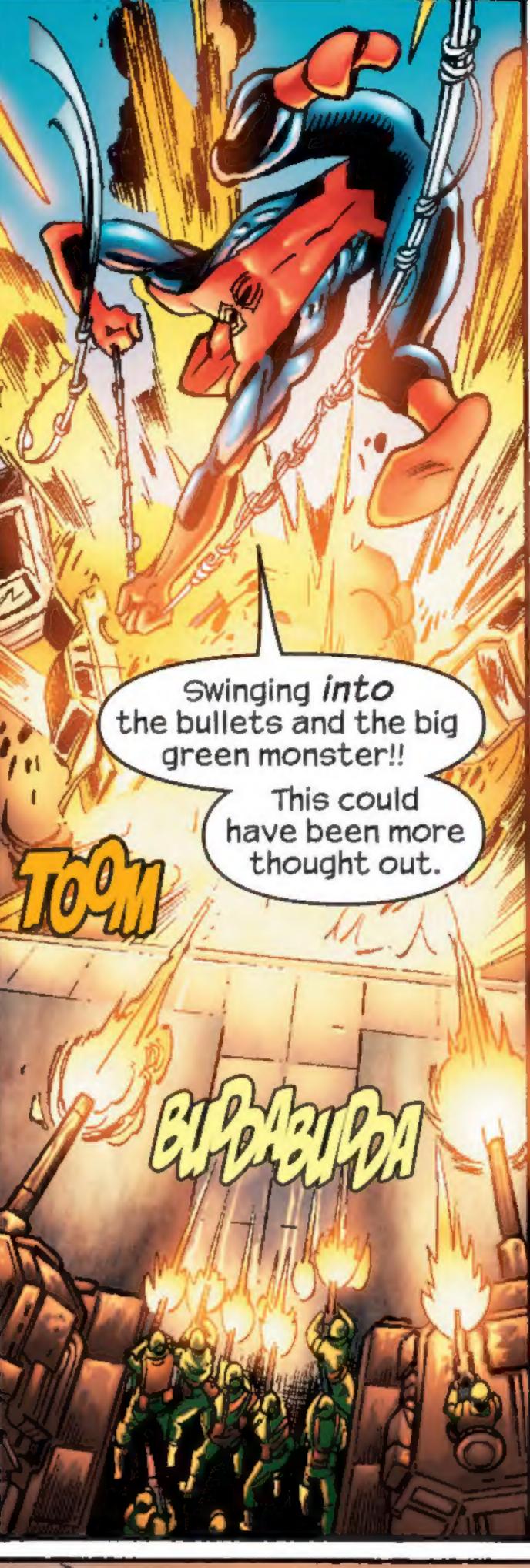


















Guys...





